

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
Fleming Companies, Inc., et al.)	Case No. 03-10945 (MFW)
)	(Jointly Administered)
Debtors.)	
)	

NOTICE OF APPEAL BY KEMPS LLC

Kemps LLC appeals under 28 U.S.C. § 158(a) from the Order on Cross-Motion of the Post-Confirmation Trust for Declaratory Relief [Docket No. 11930] (the “Order”), signed by the United States Bankruptcy Court for the District of Delaware, Chief Judge Mary F. Walrath, on October 19, 2005, and entered on the Court’s docket on October 20, 2005. The Order is attached hereto as Exhibit A.

The names of all the parties to the Order hereby appealed from, and the names, addresses and telephone numbers of their respective attorneys, are as follows:

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Dated: October 31, 2005

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EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
) Case No. 03-10945 (MFW)
Fleming Companies, Inc., et al.,) (Jointly Administered)
)
 Debtors.)
)
) Related Docket Nos.: 11889, 11824 & 11822
)

ORDER ON
CROSS-MOTION OF THE POST-CONFIRMATION TRUST
FOR DECLARATORY RELIEF

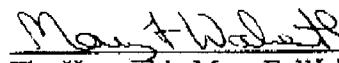
The Court has considered the briefs and arguments submitted by the Post Confirmation Trust (PCT) and by the Reclamation Creditors' Trust, concerning the ownership of claims and Causes of Action pending in the PCT's Cross-Complaint against James Green, Christopher Thorpe, John Kenneth Adams, Rosario Coniglio, Steven Schmidt, Bruce Keith Jensen, John D. Robinson, and Peter Frank (collectively, "the Vendor Officers"). Under the terms of the Fleming Plan of Reorganization, the Claims and Causes of action against the Vendor Officers are the property of the PCT.

Accordingly, the Motion of the Reclamation Creditors' Trust to Enforce the Reorganization Plan and to Enjoin the Post-Confirmation Trust From Pursuing Claims is DENIED. The PCT's Cross-Motion for Declaratory Relief is GRANTED on all grounds stated therein, and the Court DECLARES that:

1. Under Fleming's Plan of Reorganization, ^{any} the claims against the Vendor Officers, ~~which were preserved by the Plan~~, and claims against any persons or entities who are not Reclamation Creditors, are the property of the PCT;

2. No person shall, hereafter, assert or argue that the PCT does not own or have standing to pursue the claims it has filed in its pending Cross-Action in *In re Fleming Companies Securities Litig.*, C.A. No. 05-03-1530 (TJW) Casc No. MDL-1530; and,
3. The Reclamation Creditors' Trust shall cease and desist from any further effort to interfere with the PCT's prosecution of the claims against the Vendor Officers.

SIGNED this 19th day of October, 2005.


The Honorable Mary F. Walrath
United States Bankruptcy Court, Chief Judge